

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA
Charlotte Division**

IN RE:

OLDCO, LLC, SUCCESSOR BY MERGER
TO COLTEC INDUSTRIES INC,

Debtor.

Case No. 17-BK-30140

Chapter 11

[Joint Administration Pending]¹

**FIRST AMENDMENT TO MODIFIED JOINT PLAN OF REORGANIZATION OF
GARLOCK SEALING TECHNOLOGIES LLC, ET AL., AND OLDCO, LLC,
PROPOSED SUCCESSOR BY MERGER TO COLTEC INDUSTRIES INC, DATED
MAY 20, 2016 (AS MODIFIED ON JUNE 21, 2016 AND JULY 29, 2016)²**

¹ OldCo, LLC, successor by merger to Coltec Industries Inc, has moved to have its chapter 11 case jointly administered with the chapter 11 cases of *In re Garlock Sealing Technologies LLC* (10-BK-31607), *In re Garrison Litigation Management Group, Ltd.* (10-BK-31608) and *In re The Anchor Packing Company* (10-BK-31606), with *In re Garlock Sealing Technologies LLC* serving as the lead case.

² The First Amendment filed herein is a true and correct copy of the corresponding document filed in the Garlock Bankruptcy Case. However, the file stamp for the Garlock Bankruptcy Case at the top of each page of the document has been redacted to permit the file stamp for this chapter 11 case to be clearly reflected thereon.

EXHIBIT D

A. Current Affiliates

Applied Surface Technology, Inc.
Belfab, Inc.
Coltec Finance Company Limited
Coltec Industries France SAS
Coltec Industries Inc
Coltec Industries, Inc.
Coltec Industries Pacific Pte Ltd
Coltec International Services Co.
Compressor Products Holdings Limited
Compressor Products Int'l (Shanghai) Co., Ltd.
Compressor Products International - Indústria de Compressores Ltda.
Compressor Products International Canada Inc.
Compressor Products International Gm bH
Compressor Products International Limited
Compressor Products International LLC
Compressor Products International Ltda.
CPI Investments Limited
CPI Pacific Pty Limited
CPI-LIARD SAS
EnPro Associates, LLC
EnPro Corporate Management Consulting (Shanghai) Co., Ltd.
EnPro German Holding GmbH
EnPro Hong Kong Holdings Company Limited
EnPro Industries Int'l Trading (Shanghai) Co., Ltd.
EnPro Industries, Inc.
EnPro Learning System, LLC
EnPro Luxembourg Holding Company S.a.r.l.
Fairbanks Morse Engine France E.U.R.L.
Fairbanks Morse, LLC
Franken Plastik GmbH
Garlock (Great Britain), Limited
Garlock de Mexico, S.A. De C.V.
Garlock Do Brasil Produtos Industriais Ltda.
Garlock GMBH
Garlock Hygienic Technologies, LLC
Garlock India Private Limited
Garlock International Inc
Garlock of Canada Ltd
Garlock Overseas Corporation
Garlock Pipeline Technologies Limited (f/k/a Pipeline Seal & Insulator Co. Limited)
Garlock Pipeline Technologies, Inc.
Garlock PTY Limited
Garlock Sealing Technologies (Shanghai) Co., Ltd.
Garlock Singapore Pte. Ltd.

Garlock Taiwan Corporation
Garlock Valqua Japan, Inc.
GGB Austria Gm bH
GGB Bearing Technology (Suzhou) Co., Ltd.
GGB Brasil Industria De Mancais E Componentes Ltda.
GGB France E.U.R.L.
GGB Heilbronn GmbH
GGB Italy s.r.l.
GGB Kunststoff-Technologie GmbH
GGB LLC
GGB Real Estate GmbH
GGB Slovakia s.r.o
GGB Tristar Suisse S.A.
GGB, Inc.
Link Seal Japan Ltd.
New Coltec, Inc.
OldCo, LLC
Player & Cornish Limited
PSI Products GmbH
Robix Limited
STEMCO Kaiser Incorporated
Stemco LP
STEMCO Productos Industriales, S. de R.L. de C.V.
Stemco Products, Inc
Stemco Vehicle Technology (Shanghai) Co., Ltd.
Stempro de Mexico, S. de R.L. de C.V.
Stempro Mexico Acquisition Co., S. de R.L. de C.V.
Technetics Group Daytona, Inc.
Technetics Group France SAS
Technetics Group Germany GmbH
Technetics Group LLC
Technetics Group Oxford, Inc. (f/k/a Fabrico, Inc.)
Technetics Group Singapore Pte. Ltd.
Technetics Group UK Limited
Technetics UK Limited

B. Former or Dormant Affiliates, and Predecessors

Advanced Transit Dynamics, Inc.
Allwest Compressor Products ULC
Alsdorf Corporation
Best Holdings I, Inc.
CAB Compressores Indústria e Comércio Ltda.
Centrac Corporation
Central Moloney Inc
Central Transformer Corporation

Central Transformer Inc
Colt Delavan Inc
Colt Industries Inc
Colt Industries Operating Corp.
Coltec do Brasil Productos Industriais Ltda.
Coltec Industrial Products Inc
Coltec Industrial Products LLC
Compressor Products Holdings, Inc.
Compressor Products International Colombia S.A.S.
Compressor Sales & Service Co., Ltd.
Compressor Services Holdings, Inc.
Corrosion Control Corporation
Corrosion Control Corporation (D/B/A Pikotek)
CPI Asia Co., Ltd.
CPI Service (Thailand) Ltd.
Crucible Inc.
Delavan Inc
Delavan Newco Inc
Delavan Spray, LLC
Delavan-Carroll Inc.
Delavan-Delta, Inc.
EnPro India Private Limited
F.D. Farnam Co.
F.D. Farnam Inc
Fairbanks Morse & Co.
Fairbanks Morse, Inc.
Fairbanks Whitney Corporation
Farnam Sealing Systems Inc.
France Inc.
FSS Divestiture Corp.
Garlock France, SAS
Garlock of Canada Ltd. - Sherbrooke
GGB Holdings E.U.R.L.
Goodrich Corporation
Goodrich Pump and Engine Control Systems Inc
Holley Automotive Systems GmbH
Holley Carburetor Company
HTCI Inc.
Kenlee Daytona LLC
Kunshan Q-Tech Air System Technologies Ltd.
Manraf Inc
Pennsylvania Coal & Coke Corporation
Penn-Texas Corporation
Pipeline Seal & Insulator Co. Limited
Player & Cornish P.E.T. Limited
PSI [SEA] SDN BHD

QFM Sales and Services, Inc.
Quincy Inc
SD Friction, LLC
Stemco Crewson LLC
Stemco Delaware LP
Stemco Holdings Delaware, Inc.
Stemco Holdings, Inc.
Stemco Inc
Stemco Manufacturing Company Inc.
Stemco Manufacturing Company Inc.
Stemco, LLC
Texflo Compressor Services, ULC
Triple P, Inc.
V.W. Kaiser Engineering
Wide Range Elastomers Limited

C. Current or Former Divisions and Successor Entities (or Affiliates)

Central Moloney
Central Moloney, Inc.
Central Moloney Transformer
Delavan
Delavan-Carroll
Delavan Gas Turbine Products
Delavan Power Generation
Delavan Spray
Delavan Steel Treating
Fairbanks Morse (engine)
Fairbanks Morse (pump) (former division of Colt Industries Operating Corp)
Farnam
Farnam Sealing Systems
Farnam Sealing Systems Inc.
France Compressor
France Compressor Products
France Products
FSS Acquisition Corp
Fulcrum Acquisition LLC
General Signal Corporation
L&J Technologies
Meillor S.A.
Quincy Compressor
SPX/Pentair Inc. **[note: subject to ongoing negotiation]**
Fairbanks Morse Pump Corporation **[note: subject to ongoing negotiation]**
FMPD Purchasing Corporation **[note: subject to ongoing negotiation]**

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